SEC 1972 Potential persons who are to respond to the collection of information contained in this form are not required to (6-02)respond unless the form displays a currently valid OMB control number.

## ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemptic Conversely, failure to file the appropriate federal notice will not result in a loss of an availal. state exemption state exemption unless such exemption is predicated on the filing of a federal

UNITED STATES

OMB APPROVAL

SECUE	UTIES AND EXCHANGE Washington, D.C. 205			OMB N	umber: 3235-0076 May 31, 2005
	FORM D	A SECTION AND A	RECEIVED		ed average burden ir response l
	OTICE OF SALE OF SEC PURSUANT TO REGULA SECTION 4(6), AND/ RM LIMITED OFFERING	TION D. MA	AR 1 7 2	Prefix	SEC USE ONLY Serial DATE RECEIVED
Name of Offering ([] check if this is Crucible Corporation Commo		changed, and indic	ate change.)	ν	
Filing Under (Check box(es) that apply):	[X] <u>Rule 504</u> [	] <u>Rule 505</u> [內 [지	Rule 506	[ ] Section 4(6)	[ ] ULOE
Type of Filing: [X] New Filing [ ]	Amendment			•	محدوقة
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1. Enter the information requested a	bout the Issuer	ini pambagangan salah angkangangangan yan salah angkangan angkangan salah gan - -	Authority have been been been been		MAR 19 2004
Name of issuer ([ ] check if this is a	an amendment and name has	changed, and Indic	ate change.)	**************************************	THOMSON
Crucible Corporation					FILM
Address of Executive Offices (I	Number and Street, City, State	, Zip Code)	Telephone	Number (Including A	rea Code)
13 Pond Street, Maine 04677			(207) 42	2 - 3474	
Address of Principal Business Oper (if different from Executive Offices)	ations (Number and Street, C	City, State, Zlp Code	) Telephor	ne Number (Including	Area Code)
Brief Description of Business development and marketing	of electronic pet doors and	related accessori	es		
Type of Business Organization					
[X] corporation	[ ] limited partnership	•		[ ] other (please sp	ecify):
[ ] business trust	[ ] limited partnership	, to be formed			
		Month	Year		
Actual or Estimated Date of Incorpo	oration or Organization:	[0]1] [	5003	[X] Actual [ ] Es	timated
Jurisdiction of incorporation or Orga	anization: (Enter two-letter U.S CN for Canada; FN for c	S. Postal Service abb other foreign jurisdict	reviation for ion) [M][	State: 氏	
GENERAL INSTRUCTIONS	ها د کارپارپیستیان بی بخش کیکسین بین بیکور د فار د آزاد باشتندیان بین کرد کارکپارست بیکون مد کیکپارست باغ	المراجعة والمراجعة والمراج	d magaginal activity of the sea of Applications of Applications of the Second	المهارة والمتحدولة ويسترك ويعسمها والمستحدد والمستحدد والمسترك والمستركة والمستحدد	

# Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

#### A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:

  - Each promoter of the Issuer, if the Issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the Issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

Each general and ma	anaging partner o	r partnership issuers.			
Check Box(es) that Apply:	[ ] Promoter	[X] Beneficial Owner	[X] Executive Officer	[X] Director	[ ] General and/or Managing Partner
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<sup>1.</sup> Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check

this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Airead Sold
Debt	\$ 750,000.00	\$
Equity	\$_750,000.00	\$_0
Convertible Securities (including warrants)	\$	\$
Partnership interests	\$	\$
Other (Specify).	\$	\$
Total	\$ <u>750,000.00</u>	\$ <u>0</u>
nter the number of accredited and non-accredited investors who have purchased securi offering and the aggregate dollar amounts of their purchases. For offerings under Rule 5 ate the number of persons who have purchased securities and the aggregate dollar am purchases on the total lines. Enter "0" If answer is "none" or "zero."	50 <u>4</u> ,	
purchases on the total lines, Enter O II answer is hone or Zero.	Maritima	Aggregate
	Number Investors	Dollar Amount of Purchases
Accredited Investors	0	_ <b>⊅</b>
Non-accredited Investors		\$ <u> </u>
Total (for filings under Rule 504 only)	0	
Answer also in Appendix, Column 4, if filing under ULOE.		
this filing is for an offering under <u>Rule 504</u> or <u>505,</u> enter the information requested for all rities sold by the Issuer, to date, in offerings of the types indicated, the twelve (12) moning first sale of securities in this offering. Classify securities by type listed in Part C-Quest	ths prior	
Type of offering	Type of Security	Dollar Amount Sold
Rule 505		_\$
Regulation A		\$
Rule 504  Total	common stock	<u> </u>
		- ¥
Information may be given as subject to future contingencies. If the amount of an expend nown, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees	Į	)\$
Legal Fees		\$ 13,5000
		1\$ 1,000
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D EE	DERAL	SIGNA	THE

The Issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Crucible Corporation	Signature	Date 3/11/04
Name of Signer (Print or Type) Crosby S. Noyes	Title of Signer (Print or Type) President	

ATTENTION
Land and the state of the state
Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

## E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?

Yes No

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Crucible Corporation	may	3/11/04
Name of Signer (Print or Type)	Title (Print or Pype)	
Crosby S. Noyes	President	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

## APPENDIX

1	Intend to non-ac investors (Part B-	to sell credited In State	3 Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									1
AK									
AZ									
AR									
CA									
co	X		Stock \$750,000	0	0		0		Х
	]	1					1		1

Form D Page 6 of 6

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LA						· · · · · · · · · · · · · · · · · · ·			
ME	Х		stock \$750,000	0	0	0	0		X
MD			2.00.000						
MA		<b></b> -	<b> </b>						
MI		<b> </b>						<del></del>	
MN									
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MT								<del></del>	
NE					L.—.—.	<del></del>		<del> </del>	<del></del>
NV									
NH						<del></del>			l
NJ									
NM									
NY	X		Stock \$750,000	- O	0	0	0	<del> </del>	X
NC			5.0012 \$ 7.00,000	<del> </del>	<del>~-</del>		- <u> </u>	<del></del>	
ND								<del> </del>	<del>                                     </del>
ОН								<del> </del>	
ОК		<u> </u>						<del></del>	
OR									<del></del>
PA			<b>j</b>	<del></del>					<del></del>
RI				<del></del>					
sc								<del> </del>	
SD			<del>                                     </del>	<del></del>		***			
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TX								<del> </del>	
UT									
VT	· ·								
VA				<del></del>					
WA									
w	<del></del>			<del> </del>		<del>-</del>			
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WY									
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